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IN THE UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF PENNSYLVANIA

GMAC BANK, a Utah Industrial Bank

Plaintiff,

VS.

HTFC CORPORATION.

Defendant.

CIVIL ACTION

FM.ED

"G 12 2000A

No. 06 CV 5291 Dop. Gler

STIPULATION

It is hereby stipulated by and between counsel for all parties to this action that:

1. Judgment is entered in favor of GMAC Bank and against HTFC

Corporation in the amount of \$14,375,295.41;

- The Counterclaim of HTFC is dismissed, with prejudice; and
- 2. Counsel for each party is authorized to enter into this Stipulation on behalf

of their respective clients.

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Attorneys for Defendant, HTFC Corporation Approved:

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J.

8/12/08.

(00210655;v1)